

RECORDATION NO. 10313-01 Filed 1425

NOV 2 1979 - 11 40 AM

INTERSTATE COMMERCE COMMISSION

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No. S-300A157

Date NOV 2 1979

Fee \$ 30.00

ICC Washington, D. C.

November 1, 1979

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INTERSTATE COMMERCE COMMISSION

340 MADISON AVENUE
NEW YORK, N.Y. 10022

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Office of the Secretary
Division of Recordations
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D. C.

Re: Equipment Trust Agreement
recorded on April 26, 1979
Recordation No. 10313

Gentlemen:

The following documents are submitted for recordation pursuant to Section 11303 of the Revised Interstate Commerce Act. I request that you record one original of each document and return all other copies or originals to us bearing your recordation stamp:

1. Bill of Sale from Whittaker Corporation to Emons Industries, Inc. This document should be recorded as document 10313-N.

2. Bill of Sale from Emons Industries, Inc. to The Chase Manhattan Bank N.A. This document should be recorded as document 10313-O.

3. Equipment Trust Agreement Supplement No. 3 between Emons Industries, Inc. and The Chase Manhattan Bank N.A. This document should be recorded as document 10313-P.

Also enclosed is our check for \$30.00 in payment of your fees.

If you have any questions regarding the enclosed, please contact the undersigned.

Very truly yours,

Michael W. Stamm
Michael W. Stamm

MWS:mrs
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BILL OF SALE

RECORDATION NO. 76313-0 Filed 1425

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INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS:

THAT the undersigned, EMONS INDUSTRIES, INC., a New York corporation (the "Company"), is the owner of the full legal and beneficial title to the following equipment:

two hundred eighty (280) seventy ton, fifty foot boxcars bearing the following markings:

WLO 528309 through 528323, inclusive; WLO 528326 through 528329, inclusive; WLO 528337; WLO 528340 through 528499, inclusive; and MPA 39600 through 39699, inclusive;

THAT for and in consideration of good and valuable consideration in addition to the sum of One Dollar (\$1.00), the Company does this 2nd day of November, 1979 grant, convey, transfer, bargain and sell, deliver and set over all of its right, title and interest in and to the above described equipment unto The Chase Manhattan Bank (National Association), as Trustee, owner and lessor, under the Equipment Trust Agreement dated as of April 1, 1979 between said Trustee and the Company, and to said Trustee's successors and assigns forever;

THAT the Company hereby warrants to the said Trustee, its successors and assigns that there is hereby vested in said Trustee good and marketable title to the said equipment free and clear of all liens, security interests, claims, and encumbrances (including any leasehold interest therein other than as set forth in the five lease agreements dated August 22, 1978 between the Company, as lessor, and Waterloo Railroad Company, as lessee) and rights of others (except the rights of the Company under the said Equipment Trust Agreement) and the Company

agrees with said Trustee, its successors and assigns, that it will warrant and defend such title forever against all claims and demands whatsoever.

IN WITNESS WHEREOF, the Company has caused this instrument to be executed by its duly authorized officer this 1st day of November, 1979.

EMONS INDUSTRIES, INC.

By: Carl J. Smith

COMMONWEALTH OF PENNSYLVANIA)

: ss.:

COUNTY OF YORK)

On this 1st day of November 1979, before me personally appeared *Carl L. Smith*, to me personally known, who, being by me duly sworn, says that he is the *Vice President* of EMONS INDUSTRIES, INC., the corporation described in and which executed the foregoing instrument; that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of the Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Eldger Houtman
NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES
JANUARY 31, 1981
YORK, YORK COUNTY, PA.